FORM D

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MAR 1 5 2007

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM D

NOTICE OF SALE OF SECURITIES
PURSUANT TO REGULATION D,
SECTION 4(6), AND/OR
UNIFORM LIMITED OFFERING EXEMPTION

OMB Number: 3235-0076

Expires: April 30, 2008

Estimated average burden hours per response 16.00



Name of Offering	(☐ check if this is an ar	nendment and name	has changed, and indic	ate change.)		
Class 1 Beneficial	Interests in Cole Net L	ease Portfolio IV D	ST			
Filing Under (Chec	k box(es) that apply):	☐ Rule 504	☐ Rule 505	⊠ Rule 506	☐ Section 4(6)	□ ULOE
Type of Filing:	☑ New Filing	☐ Amendment				
			BASIC IDENTIFICA	ATION DATA		
	ation requested about th					
Name of Issuer	(☐ check if this is a	n amendment and na	me has changed, and it	ndicate change.)		
Cole Net Lease	Portfolio IV DST (the	"Trust")				
Address of Execu	tive Offices		(Number and Street, Ci	ty, State, Zip Code)	Telephone Number (Incl	uding Area Code)
2555 East Came	back Road, Suite 400,	Phoenix, AZ 8501	6		(602) 778-8700	
	pal Business Operations	i ((Number and Street, Ci	ty, State, Zip Code)	Telephone Number (Incl	uding Area Code)
(if different from	Executive Offices)	same			same	
(the "Properties") Type of Business C □ corpo	~		actor Supply Compa		o., respectively. c specify) Delaware statul	ory trust
•	ess trust	•	ship, to be formed	0		PROCESSED
	Date of Incorporation or	or Organization: 0	لخات الخلب		☐ Estimated D E	MAR 2 0 2007 THOMSON FINANCIAL
GENERAL INST	RUCTIONS					

Federal:

Who Must File:

All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C.

77d(6).

When To File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File

U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix to the notice constitutes a part of this notice and must be completed.

ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

A. BASIC IDENTIFICATION DATA

2. Enter the information requested for the following:

- Each promoter of the issuer, if the issuer has been organized within the past five years;
- Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of equity securities of the issuer;
- Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership issuers; and
- Each general and managing partner of partnership issuers.

Check Box(es) that Apply:	☑ Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, if	individual)				
Cole Capital Partners, LLC Business or Residence Addres 2555 E. Camelback Road, St	s (Number and Stre				
Check Box(es) that Apply:	☐ Promoter	☑ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or
Full Name (Last name first, if	individual)				Managing Partner
•					
Series B DST Depositor, LLo Business or Residence Addres		et, City, State, Zip Code)			
SEEE C I. D I.O.	' 400 D	7.0501			
2555 E. Camelback Road, Si Check Box(es) that Apply:	Ite 400, Phoenix, A Promoter	XZ_85016 ☑ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or
			D Exceptive Officer		Managing Partner
Full Name (Last name first, if	,				
Series D DST Depositor, LL Business or Residence Addres		et City State 7in Code)		<u></u>	
	•				
2555 E. Camelback Road, St Check Box(es) that Apply:	uite 400, Phoenix, A □ Promoter	AZ 85016 Beneficial Owner	E Formation Officer	Пр	ST Marries CT
		Belieficial Owner	☐ Executive Officer	☐ Director	☑ Manager of Trust
Full Name (Last name first, if	indiviđual)				
Cole DST Advisors, LLC					
Business or Residence Addres	s (Number and Stre	et, City, State, Zip Code)			
2555 E. Camelback Road, Su	iite 400, Phoenix, A	Z 85016			
Check Box(es) that Apply:	☐ Promoter	☑ Beneficial Owner (1)	☑ Executive Officer (2)	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, if	individual)				
Cole, Christopher H.					
Business or Residence Address	s (Number and Stre	et, City, State, Zip Code)			
2555 E. Camelback Road, Su	rite 400, Phoenix, A	AZ 85016			
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☑ Executive Officer (2)	☐ Director	☐ General and/or Managing Partner
Full Name (Last name first, if	individual)				ivianaging rainiei
Koblenz, Blair D.					
Business or Residence Address	s (Number and Stre	et, City, State, Zip Code)	<u>-</u>		
2555 E. Camelback Road, Su	iite 400. Phoenix. A	7. 85016			
Check Box(es) that Apply:	☐ Promoter	☐ Beneficial Owner	☑ Executive Officer (2)	☐ Director	☐ General and/or
Full Name (Last name first, if	individual)				Managing Partner
Pons, John M.					
Business or Residence Address	s (Number and Stre	et, City, State, Zip Code)		•	
2555 E. Camelback Road, Su	ita 400 Dhoaniy A	7 95016			
Check Box(es) that Apply:	Promoter	☐ Beneficial Owner	☐ Executive Officer	☐ Director	☐ General and/or
Full Name (Last name first, if i	indiviđual)			<u> </u>	Managing Partner
	,				
Business or Residence Address	Number and Stre	et, City, State, Zip Code)		- · · · - · · · ·	
		• •			

(1) Beneficial Owner of Series B DST Depositor, LLC and Series D DST Depositor, LLC, the Trust's Depositors.

(2) Executive Officer of Cole DST Advisors, LLC, Manager of the Trust.

			·	В	INFORMA	TION ABO	UT OFFERI	NG				
1 Has the	e issuer sold,	or does the	iccuer inter	ud to sell to	non-accredi	ited investor	s in this off	erino?			Yes □	No ⊠
i. Hasuk	e issuel solu,	, or does are			ppendix, Co			-	*******************	••••••	ш	<u></u>
2. What is	s the minim	ım investme					_				. \$60	,030 (3)
											Yes	No
	he offering p		-	_							×	
or simi listed is of the l	he informati ilar remuners s an associat broker or de th the inform	ation for sol ed person o aler. If mor	licitation of r agent of a e than five	purchasers broker or de (5) persons	in connection caler register to be listed	on with sales	of securities SEC and/or	es in the offer with a state	ering. If a period or states, li	st the name		
Full Name (I	Last name firs	t, if individua	ıl)									
Cole Capita	L Corporation	n.										
Business or l	Residence Ad	dress (Numbe	er and Street,	City, State, Z	ip Code)		· · · · · ·					
2555 E. Can	nelback Road	1. Suite 400.	Phoenix, AZ	85016								
	sociated Broke		THOUSAND TO	03010		- 1						
States in Wh	nich Person Li	sted Has Soli	cited or Inten	ds to Solicit F	urchasers			<u> </u>				
(Check "A	ll States" or cl	neck indiviđu	al States)			••.	***************************************				*************	🗷 All States
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
(IL) [MT]	(IN) [NE]	[IA] [NV]	[KS] [NH]	[KY] [NJ]	[LA] [NM]	[ME] [NY]	[MD] [NC]	[MA] [ND]	[MI] [OH]	[MN] [OK]	[MS] [OR]	[MO] [PA]
[RI]	[SC]	[SD]	[NT]	[TX]	[UT]	(VT)	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]
	Last name firs Residence Ad			City, State, Z	ip Code)							
Name of Ass	sociated Broke	er or Dealer										
States in Wh	ich Person Lis	sted Has Solid	cited or Inten	ds to Solicit P	urchasers							
•	Il States" or cl											All States
[AL] [IL]	[AK] [IN]	(AZ) [IA]	[AR] [KS]	[CA] [KY]	[CO] [LA]	[CT] [ME]	[DE] [MD]	[DC] [MA]	(FL) [MI]	[GA] [MN]	[HI] [MS]	[ID] [MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]
Full Name (I	Last name firs	t, if individua	1)									
Business or I	Residence Ade	dress (Numbe	r and Street,	City, State, Z	ip Code)							
Name of Ass	sociated Broke	r or Dealer										
	ich Person Lis											
	Il States" or ch						(DE)		(Et 1	[C 4]	rı 113	D Ali States
[AL] [IL]	[AK] [IN]	[AZ] [IA]	[AR] [KS]	[CA] [KY]	[CO] [LA]	[CT] [ME]	[DE] [MD]	[DC] [MA]	[FL] [MI]	[GA] [MN]	(HI) [MS]	[!D] [MO]
[MT]	(NE)	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	(OK)	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	(PR)

(Use blank sheet, or copy and use additional copies of this sheet, as necessary.)

(3) Cole Capital Partners, LLC ("CCP"), the sponsor of the Trust, may determine in its sole discretion to accept an investment for less than the minimum.

1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "if answer is "none" or "zero." If the transaction is an exchange offering, check this box \square and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.	0" he					
	Type of Security		Aggreg Offering			Amo	unt Already Sold
	Debt	s			ç		
	Equity	_			Ψ_		
	□ Common □ Preferred	Ψ_			Ψ_		
	Convertible Securities (including Warrants)	¢			æ		
	Partnership Interests	٠ <u>.</u>			₽ _		
		₽			3_		
	Other (Specify) Class 1 Beneficial Interests		6,003,00	0	\$.		0
	Total	\$ _	6,003,00	0	\$_		0
2.	Answer also in Appendix, Column 3, if filing under ULOE. Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the accredited delles are accredited.	ne					
	aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer "none" or "zero."	e is		Number Investors		Dol	aggregate lar Amount Purchases
	Accredited Investors			0		\$	0
	Non-accredited Investors			0	•	\$	
	Total (for filings under Rule 504 only)				•	\$	
3.	Answer also in Appendix, Column 4, if filing under ULOE. If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in the offering. Classify securities by type listed in Part C - Question 1. Not Applicable	ne is					
				ype of		Do	llar Amount
	Type of offering			ecurity			Sold
	Rule 505					\$	
	Regulation A		-			\$	
	Rule 504					\$	
	Total					\$	
4.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in the offering. Exclude amounts relating solely to organization expenses of the issuer. The information may be given a subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the botto the left of the estimate.	is					
	Transfer Agent's Fees			E]	\$_	
	Printing and Engraving Costs				3	\$_	
	Legal Fees (4)				3	\$	180,000
	Accounting Fees)	5	
	Engineering Fees					<u> </u>	
	Sales Commissions (specify finders' fees separately)				_	\$	360,180
	Other Expenses (identify) Marketing Allowance and due diligence				_	Ϋ́—	60,030
	Total				_	ψ <u></u> _	600,210
		•••••			-	و	000,210

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

(4) Includes legal, printing, and other direct and indirect expenses.

 Enter the difference between the ag Question I and total expenses furnished in the "adjusted gross proceeds to the issuer." 	n response to Part C - Question 4.a. T	nis differe	ence is		٠
 Indicate below the amount of the adjuste used for each of the purposes shown. If 	ed gross proceeds to the issuer used or the amount for any purpose is not kn	proposed	to be		\$ <u>5,402,790</u>
estimate and check the box to the left of the the adjusted gross proceeds to the issuer so					
	Quicuo.				
			Payments to Officers, Directors & Affiliates		Payments to Others
Salaries and Fees		🗵	\$ <u>481,771 (5)</u>		\$
Purchase of real estate		🗵	\$ <u>4,635,547 (6)</u>		\$
Purchase, rental or leasing and installation of mac			\$		\$
Construction or lease of plant buildings and facili	ties	🗆	\$		\$
Acquisition of other businesses (including the val offering that may be used in exchange for the asse issuer pursuant to a merger)	ets or securities of another				
issuer pursuant to a merger/			\$		\$
Repayment of indebtedness		🗆	\$		\$
Working capital		🗆	\$		\$
Other (specify)		_	\$		\$
Other (specify) <u>financing costs</u>			\$	×	\$ 285,472
Column Totals		⊠	\$ 5,117,318	\boxtimes	\$ <u>285,472</u>
The issuer has duly caused this notice to be signed by the undertaking by the issuer to furnish to the U.S. Securities an accredited investor pursuant to paragraph (b)(2) of Rule 502.	nd Exchange Commission, upon written requ				
Issuer (Print or Type)	Signature			<u> </u>	Date
•	Signature	> /	_		
Cole Net Lease Portfolio IV DST	Title - CCi - CDi - T	2	~~		March 14, 2007
Name of Signer (Print or Type)	Title of Signer (Print or Ty	•		_	
Todd J. Weiss	Authorized Officer of	Cole DS7	「Advisors, LLC, M	anage	r of the Trust
(5) Includes Finance Coordination Fee of \$64,880. In and costs of inspection in connection with the acqu transfer taxes for the Rutland Property and the W an affiliate of CCP in the amount of \$333,720.	iisition of the Properties by each of the Pi	operty Tr	usts in the aggregate	amoun	t of \$53,927, along wi
(6) Amount represents reimbursement to Depositor for balance of the purchase price is evidenced by loan		rust in its	acquisition from an u	naf filia	ted third party. The
	ATTENTION			<u>.</u>	
Intentional misstatements or omissions of fa		ations. (See 18 U.S.C. 100	1.)	

C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND USE OF PROCEEDS

	E. STATE SIGNATURE	-	
1.	Is any party described in 17 CFR 230.262 presently subject to any of the disqualification provisions	Yes	No
	of such rule?	□	⊠ (7)

- See Appendix, Column 5, for state response.
- The undersigned issuer hereby undertakes to furnish to any state administrator of any state in which this notice is filed, a notice on Form D (17 CFR 239.500) at such times as required by state law.
- 3. The undersigned issuer hereby undertakes to furnish to the state administrators, upon written request, information furnished by the issuer to offerees.
- 4. The undersigned issuer represents that the issuer is familiar with the conditions that must be satisfied to be entitled to the Uniform Limited Offering Exemption (ULOE) of the state in which this notice is filed and understands that the issuer claiming the availability of this exemption has the burden of establishing that these conditions have been satisfied.

The issuer has ready this notification and knows the contents to be true and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

THE FOREGOING UNDERTAKINGS AND REPRESENTATIONS ARE PROVIDED AND SHALL BE ENFORCEABLE AGAINST THE ISSUER ONLY TO THE EXTENT THAT SUCH UNDERTAKINGS AND REPRESENTATIONS ARE REQUIRED TO BE MADE AFTER APPLICATION OF THE NATIONAL SECURITIES MARKETS IMPROVEMENT ACT OF 1996.

Issuer (Print or Type)	Signature	Date
Cole Net Lease Portfolio IV DST	2	March 14, 2007
Name of Signer (Print or Type)	Title of Signer (Print or Type)	
Todd J. Weiss	Authorized Officer of Cole D	ST Advisors, LLC, Manager of the Trust

(7) Not applicable for Rule 506 offerings.

Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

APPENDIX

1		2	3			4	<u> </u>		5
	Intended to sell to non-accredited investors in State (Part B-Item 1)		Type of security and aggregate offering price offered in state (Part C-Item 1)		Type of investor and amount purchased in State (Part C-Item 2)				ification ate ULOE , attach ation of granted) tem 1) (7)
State	Yes	No	Class 1 Beneficial Interests	Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
AL		Х	\$6,003,000					,	(7)
AK		х	\$6,003,000						(7)
AZ		Х	\$6,003,000						(7)
AR		Х	\$6,003,000						(7)
CA		Х	\$6,003,000						(7)
СО		Х	\$6,003,000						(7)
СТ		х	\$6,003,000						(7)
DE		Х	\$6,003,000						(7)
DC		Х	\$6,003,000						(7)
FL		Х	\$6,003,000						(7)
GA		X	\$6,003,000						(7)
HI		X	\$6,003,000						(7)
ID		X	\$6,003,000						(7)
IL		X	\$6,003,000					_	(7)
ĨΝ		Х	\$6,003,000						(7)
IA		Х	\$6,003,000						(7)
KS		Х	\$6,003,000						(7)
KY		X	\$6,003,000						(7)
LA		Х	\$6,003,000						(7)
ME	:	х	\$6,003,000						(7)
MD		Х	\$6,003,000		•				(7)
MA		Х	\$6,003,000						(7)
MI		Х	\$6,003,000						(7)
MN		Х	\$6,003,000						(7)
MS		х	\$6,003,000						(7)

APPENDIX

1		2	3			4			5
	to non-a investor	d to sell ccredited s in State -Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1)	Type of investor and amount purchased in State (Part C-Item 2)					lification ate ULOE s, attach ation of granted) tem 1) (7)
State	Yes	No	Class 1 Beneficial Interests	Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
МО		Х	\$6,003,000						(7)
МТ		х	\$6,003,000						(7)
NE		Х	\$6,003,000						(7)
NV		х	\$6,003,000						(7)
NH		х	\$6,003,000						(7)
NJ		х	\$6,003,000						(7)
NM		х	\$6,003,000						(7)
NY		х	\$6,003,000		<u> </u>				(7)
NC		х	\$6,003,000						(7)
ND		Х	\$6,003,000						(7)
ОН		х	\$6,003,000						(7)
ок		х	\$6,003,000				ļ		(7)
OR		Х	\$6,003,000						(7)
PA		х	\$6,003,000						(7)
RI		Х	\$6,003,000						(7)
SC		Х	\$6,003,000						(7)
SD		х	\$6,003,000			<u>,</u>			(7)
TN		х	\$6,003,000						(7)
TX		х	\$6,003,000	_					(7)
UT		х	\$6,003,000						(7)
VT		х	\$6,003,000						(7)
VA		Х	\$6,003,000						(7)
WA		х	\$6,003,000						(7)
WV		х	\$6,003,000		·				(7)
WI		х	\$6,003,000						(7)

⁽⁷⁾ Not applicable for Rule 506 offerings.

APPENDIX

1	to non-a	ed to sell ccredited s in State -Item 1)	Type of security and aggregate offering price offered in state (Part C-Item 1) Type of investor and omega amount purchased in State (Part C-Item 2)			amount purchased in State			
State	Yes	No	Class 1 Beneficial Interests	Number of Accredited Investors	Amount	Number of Non-Accredited Investors	Amount	Yes	No
WY		Х	\$6,003,000						(7)
PR		Х	\$6,003,000						(7)

⁽⁷⁾ Not applicable for Rule 506 offerings.